

Defendant BASF Corporation (“BASF”), by and through its undersigned counsel, hereby provides notice pursuant to 28 U.S.C. § 1446 of the removal of the above-captioned case from the District Court of Harris County, 80th Judicial District, in the State of Texas, Case No. 2016-26209, to the United States District Court for the Southern District of Texas. The Court has subject matter jurisdiction, and the matter is therefore removable, under 28 U.S.C. §§ 1332 and 1441 because there is complete diversity of citizenship between the parties and the matter in controversy exceeds \$75,000.00.

1. This case is a civil action that was filed on April 25, 2016, in the District Court, in Harris County, Texas, styled *INEOS Technologies USA LLC v. BASF Corporation*. See Petition (attached as Ex. A).

2. The suit alleges that BASF somehow breached a right of first refusal held by INEOS, even though BASF repeatedly offered the assets at issue to INEOS and INEOS refused to match the offered price that BASF had received from a third party. Instead of exercising its right of first refusal at the offered price, INEOS first attempted to wrongfully interfere with

BASF's transaction with the third party and then filed this lawsuit seeking to enjoin the transaction altogether. This matter would be entirely unnecessary if INEOS would simply exercise its right of first refusal at the offered price. But INEOS has refused to do so and has instead played the obstructionist.

3. This Notice is being filed on April 27, 2016, and removal is therefore timely under 28 U.S.C. § 1446(b).

4. Removal to this Court is proper because the District Court of Harris County is located within the geographic reach of the U.S. District Court for the Southern District of Texas. 28 U.S.C. §§ 124(b), 1441(a). This case should be placed in the Houston Division.

5. As required by 28 U.S.C. § 1446(a) and S.D. Tex. Local Rule 81, BASF has attached an index of matters being filed, along with the following documents: the Petition filed by plaintiff INEOS Technologies USA LLC ("INEOS") (Ex. A); the state court docket sheet (Ex. B); and a list of all counsel of record, including addresses, telephone numbers and parties represented (Ex. C).

6. Upon filing this Notice of Removal, BASF will provide written notification to INEOS's counsel and will file a Notification of Removal (attaching a copy of this Notice of Removal) with the District Court of Harris County, State of Texas.

JURISDICTION

7. This action is removable under 28 U.S.C. § 1441 because there is diversity jurisdiction under 28 U.S.C. § 1332.

8. Complete diversity exists between the parties.

9. Plaintiff INEOS Technologies USA LLC is a limited liability company, whose citizenship is determined by the citizenship of its members. *See Harvey v. Grey Wolf Drilling Co.*, 542 F.3d 1077, 1079–80 (5th Cir. 2008). Upon information and belief, the sole member of

INEOS Technologies USA LLC is INEOS Holdings Limited. INEOS Holdings Limited is a United Kingdom corporation with its principal place of business in Lynhurst, United Kingdom. Alternatively, the membership of INEOS Technologies USA LLC consists of INEOS USA LLC and/or INEOS Americas LLC. Upon information and belief, the sole member of INEOS USA LLC and INEOS Americas LLC is INEOS Group Limited, a United Kingdom corporation with its principal place of business in Rolle, Switzerland, or INEOS Group Holdings, S.A., a United Kingdom corporation with its principal place of business in Rolle, Switzerland.

10. Defendant BASF maintains its principal place of business in Florham Park, New Jersey, and is incorporated in Delaware. BASF is therefore a citizen of New Jersey and Delaware.

11. No party in interest properly joined and served as a defendant is a citizen of Texas, the State in which this action was brought. *See* 28 U.S.C. § 1441(b).

12. In addition, the amount in controversy exceeds \$75,000.00.

CONCLUSION

13. For the foregoing reasons, BASF removes this action from the 80th District Court in Harris County, Texas to the United States District Court for the Southern District of Texas, so that this Court may assume jurisdiction over the cause as provided by law.

Dated: April 25, 2016

Respectfully submitted,

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forthcoming)
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ATTORNEYS FOR DEFENDANT
BASF CORPORATION

CERTIFICATE OF SERVICE

I hereby certify that I have electronically filed the foregoing document with the Clerk of this Court by using the CM/ECF system. I also certify that a copy has been served the following via U.S. Mail, postage prepaid and properly addressed, this 27th day of April, 2016:

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/s/ Anna G. Rotman
Anna G. Rotman

**UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF TEXAS**

INEOS TECHNOLOGIES USA, LLC,

Plaintiff,

v.

BASF CORPORATION,

Defendants.

Civ. A. No. _____

INDEX OF MATTERS FILED

1. Plaintiff's Petition (Exhibit A)
2. State Court Docket Sheet (Exhibit B)
3. List of all Counsel of Record (Exhibit C)